

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----x  
In re: )  
LEHMAN BROTHERS HOLDINGS INC., *et al.*, ) Chapter 11  
Debtors ) Case No. 08-13555 (JMP)  
-----x  
)  
)  
)  
)  
)  
) (Jointly Administered)

**TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Thoroughbred Fund L.P.

Name of Transferee

Name and Address where notices to transferee should be sent:

Appaloosa Investment L.P. 1  
51 JFK Parkway, Suite 250B  
Short Hills, NJ 07078  
Attn: Ken Maiman  
Phone: 973-701-7000

With a copy to:

Andrews Kurth LLP  
450 Lexington Avenue  
New York, NY 10017  
Attn: David Hoyt

Goldman Sachs Lending Partners LLC

Name of Transferor

**Case No. 08-13555**

Court Claim # (if known): 66655, amending Claim 14212 filed on 9/16/10

Amount of Claim as Filed: \$264,000,000.00

Amount of Claim as Transferred: \$986,000.00

Date Claim Filed: 5/20/2010

Debtor: Lehman Brother Holdings Inc.

**Case No. 08-13888**

Court Claim # (if known): 66653, amending Claim 14213 filed on 9/16/10

Amount of Claim as Filed: \$264,000,000.00

Amount of Claim as Transferred: \$986,000.00

Date Claim Filed: 5/20/2010

Debtor: Lehman Brother Special Financing Inc.

**EVIDENCE OF PARTIAL TRANSFER OF CLAIM**

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, GOLDMAN SACHS LENDING PARTNERS LLC ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to Thoroughbred Fund L.P. ("Purchaser") an undivided interest in \$986,000.00 of Seller's right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Holdings Inc. (the "Debtor"), the debtor in Case No. 08-13555 pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), which is jointly administered under Lehman Brothers Holdings Inc. in Case No. 08-13555 (JMP) (the "Proceedings"), and the relevant portion of any and all proofs of claim, in each case as evidenced by Proof of Claim No. 66655 (which amended claim number 14212) (the "Claim"), filed with the Bankruptcy Court in respect of the Claim. The Claim was transferred to Seller as evidenced by Docket Number 10665 in the Proceedings.

Seller hereby waives any objection to the transfer of the Claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law with respect to such transfer. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing Claim, recognizing Purchaser as the sole owner and holder of the Claim, and directing that all payments or distributions of money or property in respect of the Claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF PARTIAL TRANSFER OF CLAIM is executed this 3 day of November, 2010.

*December*

GOLDMAN SACHS LENDING PARTNERS LLC ✓

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

*Nancy Y. Kwok*  
Authorized Signatory

THOROUGHBRED FUND L.P. ✓

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**EVIDENCE OF PARTIAL TRANSFER OF CLAIM**

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December

GOLDMAN SACHS LENDING PARTNERS LLC

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

THOROUGHBRED FUND L.P.

By: J. Murphy  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

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Seller hereby waives any objection to the transfer of the Claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law with respect to such transfer. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing Claim, recognizing Purchaser as the sole owner and holder of the Claim, and directing that all payments or distributions of money or property in respect of the Claim be delivered or made to Purchaser.

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December

GOLDMAN SACHS LENDING PARTNERS LLC ✓

By: \_\_\_\_\_  
Name: Nancy Y. Kwok  
Title: Authorized Signatory

THOROUGHBRED FUND L.P. ✓

By: \_\_\_\_\_  
Name:  
Title:

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

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December

GOLDMAN SACHS LENDING PARTNERS LLC

By: \_\_\_\_\_  
Name:  
Title:

THOROUGHBRED FUND L.P.

By: F. M. Ulyan  
Name:  
Title: